

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, APRIL 17, 2006

JOINT PETITION OF

ALPHA WATER CORPORATION
and
BLUNDON AND HINTON, INCORPORATED
(D/B/A REEDVILLE WATER WORKS)

CASE NO. PUE-2006-00037

For approval of change of ownership
of the utility assets and expansion of
service area

ORDER FOR NOTICE AND COMMENT

On March 17, 2006, Alpha Water Corporation ("Alpha") and Blundon and Hinton, Incorporated d/b/a Reedville Water Works ("Reedville") (collectively, "Petitioners"), petitioned the State Corporation Commission ("Commission") pursuant to Chapter 5 of Title 56 of the Code of Virginia ("Code") for authority to transfer water utility assets and pursuant to Chapter 10.1 of Title 56 of the Code to amend Alpha's certificate of public convenience and necessity ("CPCN") to expand Alpha's service territory to include the Reedville water utility system. Alpha presently owns and operates 18 water and sewer systems in Caroline, Charles City, Essex, Lancaster, New Kent, Northumberland, Richmond and Westmoreland Counties in Virginia.¹

Upon consideration of the above-captioned Joint Petition, the Commission finds that this matter should be docketed and that the Petitioners should give notice.² The Commission will accept comments on the Joint Petition filed as prescribed below in ordering paragraph (2), and we will consider requests for a hearing on the Joint Petition filed as prescribed in the same

¹ Joint Petition, p. 2 and Exhibit 2.

² Because Alpha operates 18 separate systems with no centrally located business office and Reedville has no business office, we will not require Alpha or Reedville to make available for physical inspection within their respective service territories the Joint Petition filed herein. Rather, customers of the Petitioners may request a copy of the Joint Petition from counsel, as provided hereinafter.

ordering paragraph. We will also direct the Commission Staff to investigate the Joint Petition and to file a report.

Accordingly, IT IS ORDERED THAT:

(1) As provided in § 56-89, 56-90, and 56-265.3 D and related provisions of Title 56 of the Code, the Joint Petition for authority to transfer Reedville's utility assets and amend Alpha's CPCN shall be docketed as Case No. PUE-2006-00037, and all associated papers shall be filed therein.

(2) Comments on the Joint Petition and requests for a hearing may be filed by May 30, 2006, by either of the following methods:

(A) Comments or requests for hearing may be submitted in writing to Clerk, State Corporation Commission, c/o Document Control Center, P.O. Box 2118, Richmond, Virginia 23218-2118. Requests for a hearing shall state why a hearing is necessary and why such issues cannot be adequately addressed in written comments. All correspondence shall refer to Case No. PUE-2006-00037.

(B) Comments or requests for hearing may be submitted electronically by following the instructions available at the Commission's website:

<http://www.scc.virginia.gov/caseinfo.htm>.

(3) The Commission Staff shall investigate the Joint Petition. On or before June 13, 2006, the Staff shall file with the Commission Clerk a report on its investigation, and the Clerk shall serve a copy on counsel for Petitioners.

(4) On or before June 23, 2006, the Petitioners may file with the Commission Clerk an original and fifteen (15) copies of any comments on the Staff Report, comments filed as provided by ordering paragraph (2), and requests for hearing, filed as provided by ordering paragraph (2).

(5) On or before April 28, 2006, the Petitioners shall serve a copy of this Order on the chair of the board of supervisors of Caroline, Charles City, Essex, Lancaster, New Kent, Northumberland, Richmond and Westmoreland Counties. Service shall be made by first-class mail or delivery to the customary place of business or residence of the official served.

(6) A copy of the Joint Petition can be ordered free of charge from Joint Petitioner's counsel, Donald G. Owens, Esquire, Troutman Sanders LLP, 1001 Haxall Point, P.O. Box 1122, Richmond, Virginia 23218-1122.

(7) The Petitioners shall publish once the following notice as display advertising in a newspaper of general circulation in the Counties of Caroline, Charles City, Essex, Lancaster, New Kent, Northumberland, Richmond, Westmoreland and Culpeper Counties. Publication shall be completed by May 15, 2006.

**ALPHA WATER CORPORATION AND
BLUNDON AND HINTON INCORPORATED
D/B/A REEDVILLE WATER WORKS
CASE NO. PUE-2006-00037**

Alpha Water Corporation ("Alpha") Incorporated and Blundon and Hinton Incorporated d/b/a Reedville Water Works ("Reedville") (collectively, "Joint Petitioners") have petitioned the State Corporation Commission ("Commission") for authority to transfer the utility assets of Reedville to Alpha and for amendment of Alpha's certificate of public convenience and necessity ("CPCN") to serve the Reedville public utility water system in Northumberland County, Virginia.

The Joint Petition may be inspected in the Commission's Document Control Center, Office of the Clerk of the Commission, First Floor, Tyler Building, 1300 East Main Street, Richmond, Virginia, during Commission business hours. The unofficial text of the Commission's Order in Case No. PUE-2006-00037, the Joint Petition, and other documents may be viewed at the Commission's Docket Search, <http://www.scc.virginia.gov/caseinfo.htm>. A copy of the Joint Petition can also be ordered from Joint Petitioner's counsel, Donald G. Owens, Esquire, Troutman Sanders LLP, 1001 Haxall Point, P.O. Box 1122, Richmond, Virginia 23218-1122.

Comments on the Joint Petition and requests for hearing may be filed by May 30, 2006, by either of the following methods:

Comments or requests for hearing may be submitted in writing to the Clerk, State Corporation Commission, c/o Document Control Center, P.O. Box 2118, Richmond, Virginia 23218-2118. Requests for a hearing shall state why a hearing is necessary and why such issues cannot be adequately addressed in written comments. All correspondence shall refer to Case No. PUE-2006-00037.

OR

Comments or requests for hearing may be submitted electronically by following the instructions available at the Commission's website: <http://www.scc.virginia.gov/caseinfo.htm>.

On or before May 30, 2006, any person desiring to participate in this case as a respondent, as defined in Rule 5 VAC 5-20-80 B, shall file an original and fifteen (15) copies of a Notice of Participation with the Clerk of the Commission and shall serve a copy of the same upon Donald G. Owens, Esquire, Troutman Sanders LLP, 1001 Haxall Point, P.O. Box 1122, Richmond, Virginia 23218-1122. The Notice of Participation shall contain: (i) a precise statement of the interest of the respondent; (ii) a statement of the specific action sought to the extent then known; and (iii) the factual and legal basis for the action.

(8) On or before May 15, 2006, the Petitioners shall mail a copy of the notice prescribed in ordering paragraph (7) to all customers now served.

(9) On or before May 30, 2006, the Petitioners shall file with the Commission Clerk proof of the posting, mailing, and publication required by ordering paragraphs (5), (6), (7) and (8).

(10) On or before May 30, 2006, any person desiring to participate in this case as a respondent, as defined in Rule 5 VAC 5-20-80 B, shall file an original and fifteen (15) copies of a Notice of Participation with the Clerk of the Commission and shall serve a copy of the same upon Donald G. Owens, Esquire, Troutman Sanders LLP, 1001 Haxall Point, P.O. Box 1122.

Richmond, Virginia 23218-1122. The Notice of Participation shall contain: (i) a precise statement of the interest of the respondent; (ii) a statement of the specific action sought to the extent then known; and (iii) the factual and legal basis for the action.

(11) Petitioners shall respond to written interrogatories, data requests, or requests for the production of documents within fourteen (14) days after the receipt of the same. Respondents shall provide the Petitioners, other respondents, and Staff, any workpapers or documents used in the preparation of their filed testimony promptly upon request. Except as so modified, discovery shall be in accordance with Part VI of the Commission's Rules of Practice and Procedure.

AN ATTESTED COPY hereof shall be sent by the Clerk of the Commission to:
Donald G. Owens, Esquire, and James E. Ryan, Jr., Esquire, Troutman Sanders L.L.P., P.O.
Box 1122, Richmond, Virginia 23218-1122; and the Commission's Office of General Counsel
and Divisions of Energy Regulation, Public Utility Accounting, and Public Service Taxation.